

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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In re:	:	
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BERNARD L. MADOFF INVESTMENT	:	
SECURITIES LLC,	:	
	:	
Debtor.	:	
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IRVING H. PICARD, Trustee for the	:	11-cv-7330 (GBD)
Liquidation of Bernard L. Madoff Investment	:	ECF Case
Securities LLC,	:	Electronically Filed
	:	
Plaintiff,	:	
	:	
- against -	:	
	:	
TREMONT GROUP HOLDINGS, INC., et al.,	:	
	:	
Defendants.:	:	
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**DEFENDANT/APPELLEE OPPENHEIMER ACQUISITION
CORP.'S JOINDER IN THE TREMONT DEFENDANTS'/APPELLEES'
REPLY IN FURTHER SUPPORT OF MOTION TO DISMISS THE APPEAL**

Defendant/Appellee Oppenheimer Acquisition Corp. ("OAC") hereby joins and incorporates by reference the Tremont Defendants'/Appellees' Reply Memorandum of Law in Further Support of Motion to Dismiss the Appeal (the "Tremont Reply") filed on November 10, 2011. Dkt. No. 18.

Appellants' Opposition only serves to confirm that they lack standing to maintain this appeal. Appellants concede, as they must, that they never were investors in BLMIS and have no direct interest in the liquidation of the BLMIS estate. Appellants' new argument that they have standing because they are "assignees" of the Prime Fund's and XL Fund's claims is unavailing because: (1) Appellants waived this argument by failing to timely assert it below; and (2) neither the Prime Fund nor the XL Fund in fact or in law assigned any claims to Appellants.

Accordingly, for the foregoing reasons and those set forth in Tremont's moving papers, the Tremont Reply, and OAC's initial joinder in this motion, the Appeal should be dismissed for lack of standing.

Dated: New York, New York
November 10, 2011

Respectfully Submitted,

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